

10-04-2004



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Form PTO-1594
(Rev. 03/01)
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Tab settings

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

9-30-04

1. Name of conveying party(ies):
Forethought Investment Management, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation Indiana
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Forethought Financial Services, Inc.
Internal Address: _____
Address: Forethought Center
Street Address: _____
City Batesville State IN Zip 47006

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation Indiana
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) Yes No attached?

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OPR/FINANCE

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: September 23, 2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2,696,894
 Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Louis K. Ebling, Esq.
Internal Address: Greenebaum Doll & McDonald PLLC

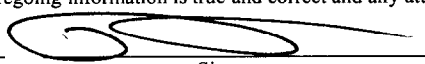
Street Address: 255 East Fifth Street
2800 Chemed Center
City Cincinnati State OH Zip 45202

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41)\$ 40.00
 Enclosed
 Authorized to be charged to deposit account along with any deficiency in this fee

8. Deposit account number: 50-2904
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.
Louis K. Ebling, Esq.  09/27/04
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document:

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TRADEMARK ASSIGNMENT

WHEREAS Forethought Investment Management, Inc., a corporation, with an address at Forethought Center, Batesville, Indiana 47006 ("Assignor"), is the owner of all right, title, and interest in and to the trademark[s] that are the subject of the registrations identified in Exhibit A hereto; and (the "Mark[s]"); and

WHEREAS, Forethought Financial Services, Inc., a corporation with an address at Forethought Center, Batesville, Indiana 47006 ("Assignee"), wishes to acquire all rights that Assignor has in and to the Mark[s] and the registration[s] thereof, together with the good will of the business in connection with which the Mark[s] is/are used and which is/are symbolized by the Mark[s], along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell and assign unto Assignee all of Assignor's right, title, and interest in and to the Mark[s] and the registration[s] thereof, together with the good will of the business in connection with which the Mark[s] is/are used and which is symbolized by the Mark[s], along with the right to recover for damages and profits for past infringements thereof.

Assignor agrees to execute and deliver, at the request of Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts Assignee may require in order to vest all Assignor's right, title, and interest in and to the Mark[s] and the registration[s] thereof in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession and control of Assignor.

IN WITNESS WHEREOF, said Assignor has caused this instrument to be executed this 23rd day of September, 2004.

FORETHOUGHT INVESTMENT
MANAGEMENT, INC.

By: Mark A. Wincoglesby
Name: MARK A. Wincoglesby
Title: Secretary

EXHIBIT A

Trademark[s]

TRADEMARK	REGISTRATION NO.
FORETHOUGHT	2,696,894

608089v1